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TRANSMITTAL LETTER

FILED
01 OCT 15 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 10, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: TK and Son, Inc.
(Proposed corporate name - must include suffix)

600004636316--8
-10/15/01--01048--008
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

☐ $70.00	☐ $78.75	☒ $78.75	☐ $131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Mark W. Brandt, Frazer Hubbard Brandt & Trask, LLP
Name (Printed or Typed)

595 Main Street
Address

Dunedin, FL 34698
City, State & Zip

727 733-0494
Daytime Telephone Number

NOTE: Please provide the original and one copy of the articles

B. Mitchell OCT 16 2001

ARTICLES OF INCORPORATION

OF

TK AND SON, INC.

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ARTICLE I - NAME

The name of this corporation is **TK and Son, Inc.**, and its street address is 6032 Catlin Drive, Tampa, FL 33647.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

The general purpose of this corporation is for retail sales of food items and for all other lawful uses and purposes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of $1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, except that shareholder shall not have any preemptive rights when stock is being purchased by any other shareholder under any stock purchase agreement.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6032 Catlin Drive, Tampa, FL 33647, and the name of the registered agent of this corporation at that address is Tahnim M. Kohari.

Frazer
Hubbard
Brandt
& Trask
L.L.P.
Attorneys At Law
Post Office Box 1178
595 Main Street
Dunedin, FL 34698

ARTICLE VII - INCORPORATORS

The name and address of the persons or entity signing these articles of incorporation are:

Tahnim M. Kohari	6032 Catlin Drive Tampa, FL 33647
Afsan Kohari	6032 Catlin Drive Tampa, FL 33647

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE IX - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by thirty-three and one-third percent (33-1/3%) of the shares of this corporation.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

Fifty percent (50%) plus one (1) of the shares entitled to vote, represented in person or by proxy shall constitute a quorum at a meeting of shareholders.

If a quorum is presented, the affirmative vote of 50% plus one (1) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI - GREATER VOTING REQUIREMENTS FOR SHAREHOLDERS WITH RESPECT TO MERGER, ACQUISITION OR LIQUIDATION

The affirmative vote of sixty-six and two-thirds (66-2/3%) of the shares of this corporation entitled to vote thereon shall be required for the authorization of dissolution of the corporation or for merger, acquisition or liquidation.

ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

Frazer Hubbard Brandt Trask L. L. P.
Attorneys At Law
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ARTICLE XIII - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporation actions from which shareholders are entitled to dissent under the Florida Business Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporation actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XIV - SHAREHOLDERS' MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XV - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XVI - POWERS

This corporation shall have all of the corporation powers enumerated in the Florida Business Corporation Act.

ARTICLE XVII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders may participate in special meetings by conference telephone as provided by law.

ARTICLE XVIII - DIVIDENDS

Dividends may be paid to shareholders and such dividends may be paid from any source and may be considered ordinary, capital gain, or non-taxable dividends, dependent on the source from which they are derived.

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ARTICLE XIX - INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by laws.

ARTICLE XX - AMENDMENT

The shareholders shall have the right to amend or repeal any provisions contained in these articles of incorporation, in accordance with the procedures approved by the shareholders, from time to time, and made a part of the corporation's Bylaws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of October, 2001.

Tal Kohari

TAHNIM M. KOHARI

Afshan Kohari

AFSHAN. KOHARI

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 10 day of October, 2001, by TAHNIM M. KOHARI, who ☐ is personally known to me or who ☑ has produced FL Driver's License or ______________ as identification.

OFFICIAL NOTARY SEAL
MARK W BRANDT
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC711891
MY COMMISSION EXP. FEB. 24,2002

Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 10 day of October, 2001, by AFSHAN KOHARI, who ☐ is personally known to me or who ☑ has produced __ Driver's License or ______________ as identification. Pakistani

OFFICIAL NOTARY SEAL
MARK W BRANDT
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC711891
MY COMMISSION EXP. FEB. 24,2002

Notary Public
My Commission Expires:

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Hubbard
Brandt
& Trask
L.L.P.
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Dunedin, FL 34698

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: **TK and Son, Inc.** desiring to organize or qualify under the laws of the State of Florida, with the principal place of business at 6032 Catlin Drive, in the City of Tampa, Florida, 33647, has named **Tahnim M. Kohari** as its resident agent to accept service of process within Florida.

Signature: Tahnim Kohari

Title: President

Date: 10-10-01

ACCEPTANCE BY AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Tahnim Kohari

Date: 10-10-01

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